

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SAM COHEN, derivatively and on behalf of  
CITIGROUP, INC.,

Plaintiff,

v.

CITIGROUP, INC., *et al.*,

Defendants,

Electronically filed

No. 07 Civ. 10344 (JSR) (MHD)

ECF Case

**NOTICE OF APPEARANCE**

The undersigned counsel enters his appearance in the above-captioned matter on behalf of Citigroup Inc., C. Michael Armstrong, Alain J.P. Belda, George David, Kenneth T. Derr, John M. Deutch, Roberto Hernandez Ramirez, Andrew N. Liveris, Anne Mulcahy, Richard D. Parsons, Judith Rodin, Robert E. Rubin, Robert L. Ryan and Franklin A. Thomas, and certifies that he is admitted to practice in this Court.

Dated: December 31, 2007

WACHTELL, LIPTON, ROSEN & KATZ

By: s/ George T. Conway III  
George T. Conway III (GC 3181)

51 West 52nd Street  
New York, New York 10019-6150  
Telephone: (212) 403-1000  
Facsimile: (212) 403-2000  
E-mail: GTConway@wlrk.com

*Attorneys for Citigroup Inc., C. Michael Armstrong,  
Alain J.P. Belda, George David, Kenneth T. Derr,  
John M. Deutch, Roberto Hernandez Ramirez,  
Andrew N. Liveris, Anne Mulcahy, Richard D.  
Parsons, Judith Rodin, Robert E. Rubin, Robert L.  
Ryan and Franklin A. Thomas*